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E-File: October 16, 2009

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Attorneys for Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
"Rhodes Homes, et al.,¹

Debtors.

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

Hearing Date: November 16, 2009
Hearing Time: 9:30 a.m.
Courtroom 1

Affects:

- ☐ All Debtors
☒ Affects the following Debtor(s):

Bravo, Inc. 09-14825 LBR; Geronimo
Plumbing, LLC 09-14820 LBR; and Gung-
Ho Concrete, LLC 09-14822 LBR

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case

**DEBTORS' OBJECTION TO THE CITY OF LAS VEGAS' CLAIMS PURSUANT TO
SECTION 502(b) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 3003
AND 3007 (BOOKS & RECORDS CLAIMS);
DECLARATION OF PAUL D. HUYGENS IN SUPPORT THEREOF**

Pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rules 3003 and 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby object (the "Objection") to the claims (the "Books & Records Claims") of the City of Las Vegas ("Las Vegas"), attached to the letter in **Exhibit A**, because the Debtors' books and records do not support these claims. The Debtors request the entry of an order (the "Order") disallowing and expunging in full the Books & Records Claims.² In support of this Objection, the Debtors rely on the *Declaration of Paul D. Huygens in Support of Debtors' Objection to The City of Las Vegas' Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Books & Records Claims]*. In further support of this Objection, the Debtors respectfully represent as follows:

BACKGROUND

1. On March 31, 2009, the above-captioned Debtors (the "Primary Filers") except Tuscany Golf Country Club, LLC, Pinnacle Grading, LLC, and Rhodes Homes Arizona, LLC (the "Secondary Filers") filed voluntary petitions for relief under chapter 11 of title 11 of the Bankruptcy Code. On April 1, 2009, the Secondary Filers filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. All references to Petition Date herein shall mean

No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf and Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

² The Debtors reserve the right to file additional objections, whether on substantive or non-substantive grounds, to any and all other claims filed against their estates.

1 March 31, 2009 for the Primary Filers or April 1, 2009 for the Secondary Filers, as applicable.
 2 The Debtors are continuing in possession of their property and are operating and managing their
 3 businesses, as debtors in possession, pursuant to sections 1107 and 1108 of the Bankruptcy
 4 Code.

5 **RELIEF REQUESTED**

6 2. By this Objection, the Debtors seek entry of an order, pursuant to section 502(b)
 7 of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007, disallowing and expunging in
 8 full the Books & Records Claims.

9 **OBJECTION**

10 3. The Books & Records Claims relate to three claims filed by Las Vegas for
 11 business license renewals. The Debtors' books and records are inconsistent with the
 12 documentation attached to the Las Vegas proof of claims and indicate that no sums are owing.
 13 Las Vegas is asserting claims for business license renewals against each of the relevant Debtors
 14 for periods after the Debtors ceased doing business. Therefore, the Debtors believe that the
 15 Books & Records claims are invalid and should be disallowed and expunged in full by the
 16 Court. The Debtors sent Las Vegas a letter requesting Las Vegas withdraw its claims to avoid
 17 an objection being filed. See Exhibit A. As of the date and time of filing this Objection, the
 18 Debtors have not received a response.

19 4. Bankruptcy Code Section 502 authorizes a party in interest to object to claims.
 20 *See* 11 U.S.C. §502(a). Upon such objection, this Court, "after notice and a hearing, shall
 21 determine the amount of such claim in lawful currency of the United States as of the date of the
 22 filing of the petition" 11 U.S.C. § 502(b). Although a proper proof of claim is presumed
 23 valid under Bankruptcy Rule 3001(f), once an objection controverts the presumption, the
 24 creditor has the ultimate burden of persuasion as to the validity and amount of the claim.
 25 *Ashford v. Consolidated Pioneer Mortg. (In re Consolidated Pioneer Mortg.)*, 178 B.R. 222,
 26 226 (B.A.P. 9th Cir. 1995), *aff'd*, 91 F.3d 151 (9th Cir. 1996) (quoting *In re Allegheny*
 27 *International, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992)). The Bankruptcy Appellate Panel for
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the Ninth Circuit explained the shifting burdens of proof with respect to objection to proofs of claim as follows:

The burden of proof for claims brought in the bankruptcy court under 11 U.S.C.A. § 502(a) rests on different parties at different times. Initially, the claimant must allege facts sufficient to support the claim. If the averments in his filed claim meet this standard of sufficiency, it is “prima facie” valid. In other words, a claim that alleges facts sufficient to support a legal liability to the claimant satisfies the claimant’s initial obligation to go forward. . . . The burden of persuasion is always on the claimant.

Id. (emphasis added). Following this decision, the District Court for the Northern District of California emphasized, “unless the claimant has alleged ‘facts sufficient to support a legal liability, ‘the claim is not prima facie valid.’” *In re Hongnisto*, 293 B.R. 45, 50 (N.D. Cal. 2003) (quoting *Consolidated Pioneer Mortg.*, 178 B.R. at 266) (holding that the claimant’s proof of claim failed to allege sufficient facts to support a legal liability and consequently disallowed the proof of claim); *see Consolidated Pioneer Mortg.*, 178 B.R. at 227 (holding that because the proof of claim did not allege sufficient facts to support the claim, the proof of claim was disallowed).

5. Based on the Debtors’ review of their books and records and the proof of claims filed by the claimant, and the claimant’s lack of response to the Debtors’ request to withdraw the claims, the Debtors believe that the Books & Records Claims should be disallowed and expunged in full by the Court.

CONCLUSION

6. The Debtors object to the allowance of the Books & Records Claims for the reasons stated herein, and the Debtors hereby move this Court for an Order disallowing and expunging in full the Books & Records Claims as indentified in the proof of claim attached to the letter in **Exhibit A**.

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NOTICE

7. No trustee or examiner has been appointed in these chapter 11 cases. Notice of this objection has been provided to (i) the United States Trustee for the District of Nevada, (ii) counsel to the Creditors' Committee, (iii) the claimant for which the Debtors are objecting to the claim in this Objection in accordance with the address provided in the proofs of claim for such Books & Records Claims, (iv) each person or entity that has filed a notice of appearance and request for special notice, and (v) other required parties pursuant to the Court's case management order entered in these cases. The Debtors submit that in light of the nature of the relief requested herein, no other or further notice is required.

8. Pursuant to Bankruptcy Rule 3007, the Debtors have provided the claimant affected by the Objection with at least thirty (30) days' notice of the hearing on the Objection.

WHEREFORE, the Debtors respectfully request that the Court enter an Order, substantially in the form attached hereto as **Exhibit B**, disallowing and expunging in full the Books & Records Claims attached as part of **Exhibit A**, and granting such other and further relief as the Court deems just and proper under the circumstances of these chapter 11 cases.

DATED this 16th day of October, 2009.

LARSON & STEPHENS

/s/ Zachariah Larson, Esq.
 Zachariah Larson, Bar No. 7787
 Kyle O. Stephens, Bar No. 7928
 810 S. Casino Center Blvd., Suite 104
 Las Vegas, NV 89101
 702/382-1170
 Attorneys for Debtors and Debtors in
 Possession

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**DECLARATION OF PAUL D. HUYGENS IN SUPPORT OF DEBTORS' OBJECTION
TO THE CITY OF LAS VEGAS' CLAIMS [BOOKS & RECORDS CLAIMS]**

I, Paul D. Huygens, declare as follows:

1. I am the Senior Vice President of Special Projects of the above-captioned Debtors and Debtors in possession. The facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

2. This declaration is submitted in support of the *Debtors' Objection to The City of Las Vegas' Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Books & Records Claims]* (the "Objection").

3. I am one of the persons responsible for overseeing the claims reconciliation and objection process in the Debtors' chapter 11 cases. I have read the Debtors' Objection and am directly, or by and through my personnel or agents, familiar with the information contained therein, the proposed form of order (the "Proposed Order") and the exhibits attached thereto.

4. The claims and attached information and documentation were carefully reviewed and analyzed in good faith, and the Debtors' books and records were referenced for additional support, utilizing due diligence by appropriate personnel of the Debtors. These efforts have resulted in the identification of the disputed "Books & Records Claims," identified in the proof of claim attached to the letter in **Exhibit A**. I have personally reviewed the Books & Records Claims.

5. The Books & Records Claims relate to business license renewals, for time periods subsequent to the relevant Debtors' closing their businesses and ceasing operations. The Debtors' books and records are inconsistent with the documentation attached to the Las Vegas proof of claims and indicate that no sums are owing. The Debtors sent Las Vegas a letter requesting Las Vegas withdraw its claims to avoid an objection being filed. See Exhibit A. As of the date and time of filing this Objection, the Debtors have not received a response. As a

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1 result, I believe the Books & Records Claims should be disallowed and expunged in full by the
2 Court.

3 6. I believe that granting the relief requested in the Objection is in the best
4 interests of the Debtors, their estates and their creditors.

5 I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true
6 and correct to the best of my knowledge, information, and belief.

7 Executed this 16th day of October, 2009, at Las Vegas, Nevada.

8
9 */s/ Paul D. Huygens*

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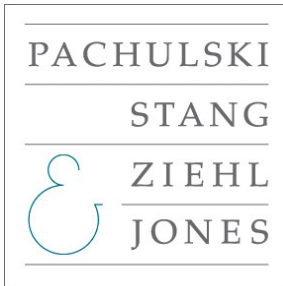
Paul D. Huygens

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EXHIBIT A

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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September 17, 2009

LAW OFFICES
LIMITED LIABILITY PARTNERSHIP

SAN FRANCISCO, CA
LOS ANGELES, CA
WILMINGTON, DE
NEW YORK, NY

150 CALIFORNIA STREET
15th FLOOR
SAN FRANCISCO
CALIFORNIA 94111-4500

TELEPHONE: 415/263 7000
FACSIMILE: 415/263 7010

LOS ANGELES
10100 SANTA MONICA BLVD.
11th FLOOR
LOS ANGELES
CALIFORNIA 90067-4100

TELEPHONE: 310/277 6910
FACSIMILE: 310/201 0760

DELAWARE
919 NORTH MARKET STREET
17th FLOOR
P.O. BOX 8705
WILMINGTON
DELAWARE 19899-8705

TELEPHONE: 302/652 4100
FACSIMILE: 302/652 4400

NEW YORK
788 THIRD AVENUE
36th FLOOR
NEW YORK
NEW YORK 10017-2024

TELEPHONE: 212/561 7700
FACSIMILE: 212/561 7777

VIA U.S. FIRST CLASS MAIL

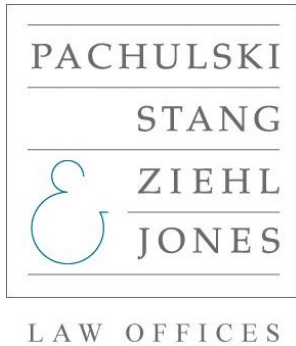
City of Las Vegas
c/o Philip R. Byrnes
Las Vegas City Attorney
400 Stewart Avenue, 9th Floor
Las Vegas, NV 89101

**Re: The Rhodes Companies, et al.
Chapter 11 Case No. 09-14814
(Jointly Administered)**

Dear Mr. Byrnes:

This firm represents Bravo, Inc., Geronimo Plumbing, LLC and Gung-Ho Concrete, LLC (the "Debtors") in their Chapter 11 bankruptcy cases filed in the United States Bankruptcy Court for the District of Nevada (jointly administered under Case No. 09-14814 LBR). You filed the following proofs of claim on behalf of the City of Las Vegas in the following Debtor cases:

- Bravo, Inc. (Case No. 09- LBR), designated as claim number 3 in the amount of \$287.50;
- Geronimo Plumbing, LLC (Case No. 09-14820 LBR), designated as claim number 2 in the amount of \$537.50; and
- Gung-Ho Concrete, LLC (Case No. 09-14822 LBR), designated as claim number 4 in the amount of \$287.50.



Philip R. Byrnes, Esq.
 September 22, 2009
 Page 2

The Debtors have reconciled the invoices attached to your claims and have determined that no payment is due on any of the three claims. The following supports the Debtors books and records:

Claim	Amount	Time Period	Status
Geronimo Claim #2	\$287.50	License # C12-04790-E-121885 Date: 05/01/08 - 04/30/09	BUSINESS Closed March 2008
	\$250.00	License # C12-04790-E-121885 Date: 05/01/09 - 04/30/10	INVALID - for post-petition period
Bravo Claim #3	\$287.50	License # C11-10178-J-068065 Date: 10/01/08 - 09/30/09 (Last employee)	BUSINESS Closed 10/2007
Gung-Ho Claim #4	\$287.50	License # C12-04824-F-123297 Date: 06/01/08 - 05/31/09 (Last employee)	BUSINESS Closed 4/2008

Based upon the foregoing reconciliation, we respectfully request that you withdraw each of the above claims. Please withdraw your Claims by signing and returning the enclosed Notice of Claim Withdrawal forms by October 9, 2009 so that we may avoid having to object to your claim in the Bankruptcy Court.
 Thank you

Very truly yours,

/s/
 Patricia J. Jeffries

PJJ
 Enclosure
 cc: Michael A. Matteo

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

BRAVO, INC.,

Debtor.

Case No.: BK-S-09-14825-LBR

Chapter 11

NOTICE OF WITHDRAWAL OF PROOF OF CLAIM NO. 3

CITY OF LAS VEGAS hereby withdraws its proof of claim, designated as Claim No. 3 filed in the above-captioned case.

Dated: _____, 2009

By:

Its:

(signature)

(print name)

(title)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

GERONIMO PLUMBING, LLC,

Debtor.

Case No.: BK-S-09-14820-LBR

Chapter 11

NOTICE OF WITHDRAWAL OF PROOF OF CLAIM NO. 2

CITY OF LAS VEGAS hereby withdraws its proof of claim, designated as Claim No. 2 filed in the above-captioned case.

Dated: _____, 2009

(signature)

By:
Its:

(print name)
(title)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

GUNG-HO CONCRETE, LLC,

Debtor.

Case No.: BK-S-09-14822-LBR

Chapter 11

NOTICE OF WITHDRAWAL OF PROOF OF CLAIM NO. 4

CITY OF LAS VEGAS hereby withdraws its proof of claim, designated as Claim No. 4 filed in the above-captioned case.

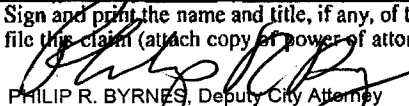
Dated: _____, 2009

By:
Its:

(signature)

(print name)
(title)

FORM B10 (Official Form 10) (10/05)

UNITED STATES BANKRUPTCY COURT		DISTRICT OF <u>Nevada</u>	PROOF OF CLAIM
Name of Debtor Bravo, Inc., d/b/a Rhodes Framing		Case Number 09-14825	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (The person or other entity to whom the debtor owes money or property): CITY OF LAS VEGAS		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent: LAS VEGAS CITY ATTORNEY 400 Stewart Avenue, Ninth Floor Las Vegas, NV 89101		Telephone number: (702) 229-6629	THIS SPACE IS FOR COURT USE ONLY
Last four digits of account or other number by which creditor identifies debtor: 8065		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> <u>Business Lisenese Fees</u> <input type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ <div style="text-align: center;">(date) (date)</div>	
2. Date debt was incurred: 10/01/08		3. If court judgment, date obtained:	
4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.			
Unsecured Nonpriority Claim \$ <u>287.50</u> <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____	
Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
5. Total Amount of Claim at Time Case Filed:		\$ <u>287.50</u> <u>287.50</u> <div style="display: flex; justify-content: space-around; font-size: small;"> (unsecured) (secured) (priority) (Total) </div>	
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. 8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			THIS SPACE IS FOR COURT USE ONLY
Date 05/28/09	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):  PHILIP R. BYRNES, Deputy City Attorney		



Business License Renewal

Department of Finance & Business Services
400 Stewart Avenue 3rd Floor
Las Vegas, Nevada 89101

RHODES FRAMING
470 MIRROR CT B106
HENDERSON, NV 89015

For Customer Service call:
(702) 229-6281 (voice)
(702) 386-9108 (TDD)

License Number: C11 - 10178 - J - 068065

Date Re-Billed: 04/27/2009

Date Due: 10/01/2008

Annual License fee: \$250.00

Total Due for 10/01/2008 cycle: \$287.50

09101-072-06-06
Form 198

City of Las Vegas Business License Renewal

Return this portion with payment
Department of Finance & Business Services
P.O. Box 52799 Phoenix, AZ 85072-2799

Make checks payable to: City of Las Vegas - License

Business Name: RHODES FRAMING

License Number: C11 - 10178 - J - 068065

Business Address: 470 MIRROR CT B106

Date Due: 10/01/2008

Total Due: \$287.50

CITY OF LAS VEGAS

Bradford R. Jerbic
City Attorney

OFFICE OF THE CITY ATTORNEY



400 Stewart Avenue, Ninth Floor
Las Vegas, Nevada 89101-2986
(702) 229-6629
Fax: (702) 386-1749
E-mail: jandrews@lasvegasnevada.gov

June 25, 2009

Omni Land Company, LLC
16161 Ventura Blvd., Suite C
PMB 477
Encino, CA 91436

RE: Bravo, Inc.
United States Bankruptcy Court Case No. 09-14825

Dear Sir or Madam:

Enclosed please find a proof of claim for filing in the above-referenced case. Please return a file-stamped copy in the enclosed postage-paid envelope.

Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jeffrey Andrews", is written over the typed name and title.

Jeffrey Andrews
Legal Assistant

FORM B10 (Official Form 10) (10/05)

UNITED STATES BANKRUPTCY COURT		DISTRICT OF <u>Nevada</u>		PROOF OF CLAIM
Name of Debtor Geronimo Plumbing, LLC		Case Number 09-14820		
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.				
Name of Creditor (The person or other entity to whom the debtor owes money or property): CITY OF LAS VEGAS		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.		
Name and address where notices should be sent: LAS VEGAS CITY ATTORNEY 400 Stewart Avenue, Ninth Floor Las Vegas, NV 89101		Telephone number: (702) 229-6629		THIS SPACE IS FOR COURT USE ONLY
Last four digits of account or other number by which creditor identifies debtor: 1885, 1885		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____		
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Business License Fees <input checked="" type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ <div style="text-align: center;">(date) (date)</div>		
2. Date debt was incurred: 05/01/08, 05/01/09		3. If court judgment, date obtained:		
4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.				
Unsecured Nonpriority Claim \$ 537.50 <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		
Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). <i>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>		
5. Total Amount of Claim at Time Case Filed: <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		<div style="text-align: right;"> \$ 537.50 (unsecured) (secured) (priority) (Total) 537.50 </div>		
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. 8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.				THIS SPACE IS FOR COURT USE ONLY
Date 05/28/09 Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): PHILIP R. BYRNES, Deputy City Attorney				



Business License Renewal

Department of Finance & Business Services
400 Stewart Avenue 3rd Floor
Las Vegas, Nevada 89101

GERONIMO PLUMBING LLC
470 MIRROR CT 106
HENDERSON NV 89015

For Customer Service call:
(702) 229-6281 (voice)
(702) 386-9108 (TDD)

License Number: C12-04790-E-121885

Date Re-Billed: 04/27/2009

Date Due: 05/01/09

Annual License fee: \$250.00

Total Due for 05/01/2009 cycle: \$250.00

09101-072-06-06
Form 198

City of Las Vegas Business License Renewal

Return this portion with payment
Department of Finance & Business Services
P.O. Box 52799 Phoenix, AZ 85072-2799

Make checks payable to: City of Las Vegas - License

Business Name: GERONIMO PLUMBING LLC
Business Address: 470 MIRROR CT 106

License Number: C12-04790-E-121885
Date Due: 05/01/09

Total Due: \$250.00



Business License Renewal

Department of Finance & Business Services
400 Stewart Avenue 3rd Floor
Las Vegas, Nevada 89101

GERONIMO PLUMBING LLC
470 MIRROR CT 106
HENDERSON NV 89015

For Customer Service call:
(702) 229-6281 (voice)
(702) 386-9108 (TDD)

License Number: C12-04790-E-121885

Date Re-Billed: 04/27/2009

Date Due: 05/01/08

Annual License fee: \$250.00

Total Due for 05/01/2008 cycle: \$287.50

09101-072-06-06
Form 198

City of Las Vegas Business License Renewal

Return this portion with payment
Department of Finance & Business Services
P.O. Box 52799 Phoenix, AZ 85072-2799

Make checks payable to: City of Las Vegas - License

Business Name: GERONIMO PLUMBING LLC
Business Address: 470 MIRROR CT 106

License Number: C12-04790-E-121885
Date Due: 05/01/08

Total Due: \$287.50

CITY OF LAS VEGAS

Bradford R. Jerbic
City Attorney

OFFICE OF THE CITY ATTORNEY



400 Stewart Avenue, Ninth Floor
Las Vegas, Nevada 89101-2986
(702) 229-6629
Fax: (702) 386-1749
E-mail: jandrews@lasvegasnevada.gov

June 25, 2009

Heritage Land Company, LLC
c/o Omni Management Group, LLC
16161 Ventura Blvd., Suite C
PMB 477
Encino, CA 91436

RE: Geronimo Plumbing, LLC
United States Bankruptcy Court Case No. 09-14820

Dear Sir or Madam:

Enclosed please find a proof of claim for filing in the above-referenced case. Please return a file-stamped copy in the enclosed postage-paid envelope.

Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jeffrey Andrews", is written over a horizontal line. The signature is stylized with a large, sweeping initial "J".

Jeffrey Andrews
Legal Assistant

FORM B10 (Official Form 10) (10/05)

UNITED STATES BANKRUPTCY COURT		DISTRICT OF Nevada	PROOF OF CLAIM
Name of Debtor Gung-Ho Concrete, LLC		Case Number 09-14822	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (The person or other entity to whom the debtor owes money or property): CITY OF LAS VEGAS		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent: LAS VEGAS CITY ATTORNEY 400 Stewart Avenue, Ninth Floor Las Vegas, NV 89101		Telephone number: (702) 229-6629	THIS SPACE IS FOR COURT USE ONLY
Last four digits of account or other number by which creditor identifies debtor: 3297		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Other Business License Fees		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ <div style="text-align: center;">(date) (date)</div>	
2. Date debt was incurred: 06/01/08		3. If court judgment, date obtained:	
4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.			
Unsecured Nonpriority Claim \$ 287.50 <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____	
Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
5. Total Amount of Claim at Time Case Filed: (unsecured) (secured) (priority) (Total) \$ 287.50 _____ 287.50 <input type="checkbox"/> Check this box if claim includes interest or charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. 8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			THIS SPACE IS FOR COURT USE ONLY
Date: 05/28/09 Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): PHILIP R. BYRNES, Deputy City Attorney			



Business License Renewal

Department of Finance & Business Services
400 Stewart Avenue 3rd Floor
Las Vegas, Nevada 89101

GUNG HO CONCRETE LLC
470 MIRROR CT B106
HENDERSON NV 89015

For Customer Service call:
(702) 229-6281 (voice)
(702) 386-9108 (TDD)

License Number: C12-04824-F-123297

Date Re-Billed: 04/27/2009

Date Due: 06/01/08

Annual License fee: \$250.00

Total Due for 06/01/2008 cycle: \$287.50

09101-072-06-06
Form 198

City of Las Vegas Business License Renewal

Return this portion with payment
Department of Finance & Business Services
P.O. Box 52799 Phoenix, AZ 85072-2799

Make checks payable to: City of Las Vegas - License

Business Name: GUNG HO CONCRETE LLC
Business Address: 470 MIRROR CT B106

License Number: C12-04824-F-123297
Date Due: 06/01/08

Total Due: \$287.50

EXHIBIT B

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
 Tel: (702) 382-1170 Fax: (702) 382-1169

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹

Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

- ☐ All Debtors
☒ Affects the following Debtor(s):

Bravo, Inc. 09-14825 LBR; Geronimo
 Plumbing, LLC 09-14820 LBR; and Gung-
 Ho Concrete, LLC 09-14822 LBR

Hearing Date: November 16, 2009
 Hearing Time: 9:30 a.m.
 Courtroom 1

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf and Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

**ORDER SUSTAINING DEBTORS' OBJECTION TO THE CITY OF
LAS VEGAS' CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE AND BANKRUPTCY RULES 3003 AND 3007 [BOOKS & RECORDS CLAIMS]
[DOCKET NO.]**

Upon consideration of *Debtors' Objection to The City of Las Vegas' Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Books & Records Claims]* [Docket No. ____] (the "Objection"),² filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"), requesting that the Court enter an order disallowing and expunging in full the disputed claims; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Objection; the Court hereby finds and determines that, pursuant to Rule 3007 of the Federal Rules of Bankruptcy Procedure, due and proper notice has been provided to the holder of the claims attached as Exhibit A to the Objection and all other parties entitled to notice; and no other or further notice is necessary; and the relief requested in the Objection is in the best interests of the Debtors, their estates and creditors; and that the legal and factual bases set forth in the Objection establishes just cause for the relief requested therein; therefore

IT IS HEREBY ORDERED THAT:

1. Claim number 3 of The City of Las Vegas in the amount of \$287.50, filed against Bravo, Inc. is hereby disallowed and expunged in full.

2. Claim number 2 of The City of Las Vegas in the amount of \$537.50, filed against Geronimo Plumbing, LLC is hereby disallowed and expunged in full.

3. Claim number 4 of The City of Las Vegas in the amount of \$287.50, filed against Gung-Ho Concrete, LLC is hereby disallowed and expunged in full.

4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

1 APPROVED/DISAPPROVED:

2 DATED this ____ day of November, 2009.

3 By: _____
4 UNITED STATES TRUSTEE
5 August B. Landis
6 Office of the United States Trustee
7 300 Las Vegas Blvd. S., Ste. 4300
8 Las Vegas, NV 89101

9 Submitted by:

10 DATED this 16th day of November, 2009.

11 By: /s/ Zachariah Larson
12 LARSON & STEPHENS
13 Zachariah Larson, Esq. (NV Bar No 7787)
14 Kyle O. Stephens, Esq. (NV Bar No. 7928)
15 810 S. Casino Center Blvd., Ste. 104
16 Las Vegas, NV 89101
17 (702) 382-1170 (Telephone)
18 (702) 382-1169 (Facsimile)
19 zlarson@lslawnv.com
20 *Attorneys for Debtors*

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

LR 9021 Certification

In accordance with LR 9021, counsel submitting this document certifies as follows (check one):

___ The court has waived the requirement of approval under LR 9021.

___ No parties appeared or filed written objections, and there is no trustee appointed in the case.

___ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below.

Submitted by:

DATED this 16th day of November 2009.

By: /s/ Zachariah Larson

LARSON & STEPHENS

Zachariah Larson, Esq. (NV Bar No 7787)

Kyle O. Stephens, Esq. (NV Bar No. 7928)

810 S. Casino Center Blvd., Ste. 104

Las Vegas, NV 89101

(702) 382-1170 (Telephone)

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zlarson@lslawnv.com

Attorneys for Debtors